

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

VALTRUS INNOVATIONS LTD.,

Plaintiff,

vs.

SAP AMERICA, INC. AND SAP SE,

Defendants.

Civil Action No. 2:24-cv-21

JURY TRIAL DEMANDED

**DECLARATION OF MICHAEL A. BITTNER IN SUPPORT OF DEFENDANTS SAP
AMERICA, INC., AND SAP SE'S MOTION TO DISMISS FOR LACK OF STANDING
PURSUANT TO RULE 12(b)(1) AND RULE 12(b)(6)**

I, Michael A. Bittner, declare and state as follows:

1. I am an attorney at Winston & Strawn LLP and counsel of record for Defendants SAP America, Inc., and SAP SE (collectively, "SAP"). I have personal knowledge of the facts contained in this declaration and, if called upon to do so, I could and would testify competently to the matters set forth herein. I make this declaration in support of SAP's Motion to Dismiss for Lack of Standing Pursuant to Rule 12(b)(1) and Rule 12(b)(6).

2. Attached hereto as Exhibit A is a true and correct copy of [REDACTED]

[REDACTED]

[REDACTED]

3. Attached hereto as Exhibit B is a true and correct copy of a filing with the Delaware Department of State: Division of Corporations, showing that New PP Holdings LLC's place of incorporation is Delaware, dated June 9, 2020.

4. Attached hereto as Exhibit C is a true and correct copy of a filing with the Delaware Department of State: Division of Corporations, showing that New PP Licensing LLC's ("PP Licensing") place of incorporation is Delaware, dated June 9, 2020.

5. Attached hereto as Exhibit D is a true and correct copy of [REDACTED]
[REDACTED]

6. Attached hereto as Exhibit E is the Certificate of Incorporation for Dolya Holdco 9 Limited, dated April 3, 2020.

7. Attached hereto as Exhibit F is the Certificate of Incorporation on Change of Name from Dolya Holdco 9 Limited to Valtrus, dated November 10, 2020.

8. Attached hereto as Exhibit G is a true and correct copy of the Certificate of Incorporation for Dolya Holdco 4 Limited, dated April 3, 2020.

9. Attached hereto as Exhibit H is a true and correct copy of the Certificate of Incorporation on Change of Name from Dolya Holdco 4 Limited to KPI, dated July 15, 2020.

10. Attached hereto as Exhibit I is a true and correct copy of the Certificate of Incorporation for Valtrus, dated April 3, 2020.

11. Attached hereto as Exhibit J is a true and correct copy of the Certificate of Incorporation of KPI, dated April 3, 2020.

12. Attached hereto as Exhibit K is a true and correct copy of KPI's Consolidated Financial Statements for the year ending December 31, 2022.

13. Attached hereto as Exhibit L is a true and correct copy of KPI's B5 Return of Allotments, made on June 30, 2020, and signed on October 28, 2020.

14. Attached hereto as Exhibit M is a true and correct copy of KPI's B5 Return of Allotments made on January 15, 2021, and signed on May 7, 2021.

15. Attached hereto as Exhibit N is a true and correct copy of KPI's B5 Return of Allotments made on June 17, 2021, and signed on July 28, 2021.

16. Attached hereto as Exhibit O is a true and correct copy of Valtrus's Financial Statements for the year ending December 31, 2022.

17. Attached hereto as Exhibit P is a true and correct copy of [REDACTED]
[REDACTED]

18. Attached hereto as Exhibit Q is a true and correct copy of Valtrus's Form B1C Annual Return General of Directors for financial year January 1, 2022, to December 31, 2022, dated September 30, 2023.

19. Attached hereto as Exhibit R is a true and correct copy of KPI's Form B1C – Annual Return General of Directors for financial year January 1, 2022 to December 31, 2022, dated on September 30, 2023.

20. Attached hereto as Exhibit S is a true and correct copy of [REDACTED]
[REDACTED]
[REDACTED]

21. Attached hereto as Exhibit T is a true and correct copy of the Patent Assignment Cover Sheet which includes U.S. Patent Nos. 6,823,409 (the "'409 Patent"); 6,889,244 (the "'244 Patent"); 7,152,182 (the "'182 Patent"); 7,313,575 (the "'575 Patent"); 6,691,139 (the "'139 Patent"); 7,936,738 (the "'738 Patent"), and 6,871,264 (the "'264 Patent") (collectively, "the Asserted Patents"), dated January 26, 2021.

22. Attached hereto as Exhibit U is a true and correct copy of [REDACTED]
[REDACTED]
[REDACTED]

23. Attached hereto as Exhibit V is a true and correct copy of [REDACTED]

24. Attached hereto as Exhibit W is a true and correct copy of [REDACTED]

25. Attached hereto as Exhibit X is a true and correct copy of [REDACTED]

26. Attached hereto as Exhibit Y is a true and correct copy of [REDACTED]

27. Attached hereto as Exhibit Z is a true and correct copy of [REDACTED]

28. Attached hereto as Exhibit AA is a true and correct copy of the [REDACTED]

29. Attached hereto as Exhibit AB is a true and correct copy of [REDACTED]

30. Attached hereto as Exhibit AC is a true and correct copy of [REDACTED]

31. Attached hereto as Exhibit AD is a true and correct copy of [REDACTED]

32. Attached hereto as Exhibit AE is a true and correct copy of excerpts from Lewis on Trusts (2020, Sweet & Maxwell, 20th edition).

33. Attached hereto as Exhibit AF is a true and correct copy of *Pepper Finance Corporation (Ireland) Ltd v. Michael Macken and Patricia Watson* [2021] IECA 15.

I declare that under penalty of perjury that to the best of my knowledge the foregoing is true and correct. Executed this 27 day of June 2024, in Dallas, Texas.

/s/ Michael A. Bittner
Michael A. Bittner